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*Attorneys for Defendants Lockton Companies
LLC and Lockton Companies LLC – Pacific Series*

**UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

CEDRIC DE LISSER, CHRISTOPHER MOSER,
and MICHAEL MICHELIN, in their capacity as
the Trustees of the Cred Liquidation Trust,

Case No. 3:23-cv-00243

Plaintiffs,

**DECLARATION OF TERRY L. WIT IN
SUPPORT OF NOTICE OF REMOVAL**

V.

LOCKTON INSURANCE COMPANY LLC,
d/b/a LOCKTON INSURANCE BROKERS
LLC, a Missouri limited liability company;
LOCKTON COMPANIES, LLC – PACIFIC
SERIES, d/b/a LOCKTON INSURANCE
BROKERS LLC, a Missouri limited liability
company; and DOES 1-10, inclusive.

Defendants.

DECLARATION OF TERRY L. WIT

I, Terry L. Wit, hereby declare as follows:

3 1. I am a member of the State of California and admitted to practice before the Court.
4 I am a partner of Quinn Emanuel Urquhart & Sullivan, LLP, counsel for Defendants in the above-
5 captioned action. Except as otherwise noted, I have personal firsthand knowledge of the matters
6 set forth in this Declaration, and if called as a witness I would testify competently to those matters.

7 2. Attached hereto as **Exhibit A** is a true and correct copy of the *Verified Original*
8 *Complaint* filed in the Superior Court of the State of California, County of San Francisco in Case
9 No. CGC-22-60358 on December 22, 2022.

10 3. Attached hereto as **Exhibit B** is a true and correct copy of the *Civil Case Cover*
11 *Sheet* filed in the Superior Court of the State of California, County of San Francisco in Case No.
12 CGC-22-60358 on December 22, 2022.

13 4. Attached hereto as **Exhibit C** is a true and correct copy of the *Notice to Plaintiff*
14 filed in the Superior Court of the State of California, County of San Francisco in Case No. CGC-
15 22-60358 on December 22, 2022.

16 5. Attached hereto as **Exhibit D** is a true and correct copy of the *Summons* filed in the
17 Superior Court of the State of California, County of San Francisco in Case No. CGC-22-60358 on
18 January 5, 2023.

19 6. Attached hereto as **Exhibit E** is a true and correct copy of the *Proof of Service*
20 *Summons* filed in the Superior Court of the State of California, County of San Francisco in Case
21 No. CGC-22-60358 on January 10, 2023.

22 7. Attached hereto as **Exhibit F** is a true and correct copy of the *Order Confirming*
23 *and Approving on a Final Basis Modified First Amended Combined Plan of Liquidation and*
24 *Disclosure Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code*
25 filed in the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on
26 March 11, 2021.

27 8. Attached hereto as **Exhibit G** is a true and correct copy of the *Modified First
28 Amended Combined Joint Plan of Liquidation and Disclosure Statement of Cred Inc. and its*

1 *Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the United States Bankruptcy
2 Court for the District of Delaware in Case No. 20-12836 on April 16, 2021.

3 9. Attached hereto as **Exhibit H** is a true and correct copy of the *Notice of (A) Entry*
4 *of Order Confirming the First Amended Combined Joint Plan of Liquidation and Disclosure*
5 *Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code and (B) the*
6 *Occurrence of the Effective Date* filed in the United States Bankruptcy Court for the District of
7 Delaware in Case No. 20-12836 on April 19, 2021.

8 10. Attached hereto as **Exhibit I** is a true and correct copy of the *Declaration of Drew*
9 *McManigle, Founder and Chief Executive Officer, MACCO Restructuring Group, LLC* filed in the
10 United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on November
11 9, 2020.

12 11. Attached hereto as **Exhibit J** is a true and correct copy of the *First Amended*
13 *Combined Joint Plan of Liquidation and Disclosure Statement of Cred Inc. and its Subsidiaries*
14 *Under Chapter 11 of the Bankruptcy Code* filed in the United States Bankruptcy Court for the
15 District of Delaware in Case No. 20-12836 on January 21, 2021.

16 12. Attached hereto as **Exhibit K** is a true and correct copy of the *Report of Robert J.*
17 *Stark, Examiner* filed in the United States Bankruptcy Court for the District of Delaware in Case
18 No. 20-12836 on March 8, 2021.

19 13. Attached hereto as **Exhibit L** is a true and correct copy of the *Voluntary Petition*
20 *for Non-Individuals Filing for Bankruptcy* filed in the United States Bankruptcy Court for the
21 District of Delaware in Case No. 20-12836 on November 7, 2020.

22 14. Attached hereto as **Exhibit M** is a true and correct copy of the *Motion of Debtors*
23 *for Entry of Interim and Final Orders (I) Authorizing Debtors to (A) Maintain Insurance Policies,*
24 *(B) Pay all Related Obligations, and (II) Granting Related Relief* filed in the United States
25 Bankruptcy Court for the District of Delaware in Case No. 20-12836 on November 8, 2020.

26 15. Attached hereto as **Exhibit N** is a true and correct copy of the *Interim Order (I)*
27 *Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay all Related Obligations, and (II)*
28 *Granting Related Relief* filed in the United States Bankruptcy Court for the District of Delaware in

1 Case No. 20-12836 on November 10, 2020.

2 16. Attached hereto as **Exhibit O** is a true and correct copy of the *Final Order (I)*
3 *Authorizing Debtors to (A) Maintain Insurance Policies, (B) Pay all Related Obligations, and (II)*
4 *Granting Related Relief* filed in the United States Bankruptcy Court for the District of Delaware in
5 Case No. 20-12836 on December 18, 2020.

6 17. Attached hereto as **Exhibit P** is a true and correct copy of the documents filed as
7 ECF 120 in the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836
8 on December 3, 2020.

9 18. Attached hereto as **Exhibit Q** is a true and correct copy of the *Debtors' Motion*
10 *Pursuant to Bankruptcy Code Sections 363(b) and 105(a) for Authorization to Enter into and*
11 *Perform Under a Plan Support Agreement Term Sheet* filed in the United States Bankruptcy Court
12 for the District of Delaware in Case No. 20-12836 on December 23, 2020.

13 19. Attached hereto as **Exhibit R** is a true and correct copy of the *Notice of Filing of*
14 *Amended Plan Supplement for First Amended Combined Joint Plan of Liquidation and Disclosure*
15 *Statement of Cred Inc. and its Subsidiaries Under Chapter 11 of the Bankruptcy Code* filed in the
16 United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on March 4,
17 2021.

18 20. Attached hereto as **Exhibit S** is a true and correct copy of the *Notice of Filing of*
19 *Liquidation Trust Agreement* filed in the United States Bankruptcy Court for the District of
20 Delaware in Case No. 20-12836 on March 2, 2021.

21 21. Attached hereto as **Exhibit T** is a true and correct copy of the *Motion of the Cred*
22 *Inc. Liquidation Trust for Entry of Order Approving Third Party Claim Assignment Procedures*
23 filed in the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on
24 June 23, 2022.

25 22. Attached hereto as **Exhibit U** is a true and correct copy of the *Complaint* filed in
26 the United States Bankruptcy Court for the District of Delaware in Case No. 20-12836 on
27 December 5, 2022.

1 I declare under penalty of perjury under the laws of the United States of America that the
2 foregoing is true and correct. Executed this 18th day of January, 2023, at Alameda, California.
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5 By */s/ Terry L. Wit*
6 Terry L. Wit
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